

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

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In re:	:	
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THE FINANCIAL OVERSIGHT AND	:	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	:	Title III
	:	
as representative of	:	Case No. 17-BK-3283 (LTS)
	:	
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,	:	(Jointly Administered)
	:	
	:	
Debtors. ¹	:	
	X	

**INFORMATIVE MOTION OF OFFICIAL COMMITTEE OF UNSECURED
CREDITORS REGARDING FINAL APPLICATIONS OF MEMBERS OF OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR REIMBURSEMENT OF
EXPENSES PURSUANT TO THIRD AMENDED ORDER SETTING PROCEDURES
FOR INTERIM AND FINAL COMPENSATION AND REIMBURSEMENT OF
EXPENSES OF PROFESSIONALS**

To the Honorable United States District Judge Laura Taylor Swain:

The Official Committee of Unsecured Creditors (the “Committee”)² respectfully submits this informative motion (the “Informative Motion”) regarding its members’ final applications for expense reimbursement pursuant to the *Third Amended Order Setting Procedures for Interim and Final Compensation and Reimbursement of Expenses of Professionals* [Docket No. 20546]

¹ The Debtors in these Title III cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780 (LTS)) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5233 (LTS)) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² The Committee is the official committee of unsecured creditors for all Title III Debtors, other than PBA and COFINA.

(the “Compensation Procedures Order”).³ In support of this Informative Motion, the Committee respectfully states as follows:

1. To date, the Committee has filed seven interim applications requesting reimbursement of its members’ expenses [Docket Nos. 2042, 2737, 3567, 5821, 8005, 9217, 12394], all of which requests have been granted by this Court on an interim basis (with certain minor modifications agreed upon with the Fee Examiner) [Docket Nos. 2685, 3258, 4200, 7670, 8753, 12157, 13824].⁴ In accordance with the Compensation Procedures Order, the Committee will seek final allowance of these expense reimbursements (and any additional expenses that they may incur prior to the dissolution of the Committee). The Committee files this Informative Motion to advise the Court and parties in interest regarding the timing of such final applications.

2. As it relates to the Commonwealth and ERS cases, the Plan⁵ sets forth the deadline for Professionals (as defined in the Plan) to file applications for final allowance of compensation for professional services.⁶ That deadline has been subsequently modified by the Compensation Procedures Order, such that, for Professionals of the statutory committees:

- (a) the last **interim** applications with respect to the Commonwealth and ERS cases are due 45 days after the Plan Confirmation Order has become a Final Order (as defined in the Plan) (such date, the “Final Order Date”),⁷ and

³ Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Compensation Procedures Order.

⁴ The total amount of such expenses allowed to date on an interim basis is \$25,667.29, all of which expenses have already been paid by the Commonwealth.

⁵ The “Plan” refers to the *Modified Eighth Amended Title III Plan of Adjustment of the Commonwealth of Puerto Rico, et al. Pursuant to Title III of PROMESA*, as confirmed by order dated January 18, 2022 [Docket No. 20349] (the “Plan Confirmation Order”).

⁶ The Plan provides that such final fee applications are due within 120 days after the March 15, 2022 effective date of the Plan.

⁷ Compensation Procedures Order n. 6. The last interim fee applications cover the period through the Final Order Date.

- (b) **final** applications with respect to the Commonwealth and ERS cases are due 45 days after that Professionals' substantial completion of the interim compensation application process (which includes the Fee Examiner having recommended and the Court having ordered compensation on all of such Professional's interim fee applications).⁸

3. In contrast to fee applications of Professionals, the Plan does not specify the deadline by which members of the Committee must request final allowance of their expense reimbursements.⁹ That said, the Compensation Procedures Order provides that

[e]ach member of any statutory committee is permitted to submit statements of expenses (excluding third party professional expenses of individual committee members) and supporting vouchers to the respective committee's counsel, which counsel shall collect and submit for reimbursement in accordance with the Interim Compensation Procedures.¹⁰

4. The Committee believes that the Compensation Procedures Order intends to provide that expense reimbursement of Committee members are subject to the same procedures and timeline as the fee applications of its Professionals, such that (a) the members' last interim applications with respect to the Commonwealth and ERS cases are due 45 days after the Final Order Date¹¹ and (b) final applications with respect to the Commonwealth and ERS cases are due 45 days after the members' substantial completion of the interim compensation application process.

5. The Committee has conferred with the Fee Examiner regarding the above matters, and the Fee Examiner has informed the Committee that he agrees that, for purposes of submitting

⁸ Compensation Procedures Order ¶ 5.b and c.

⁹ In general, requests for payment of Administrative Expense Claims are due within 90 days after the effective date of the Plan, *i.e.*, by June 13, 2022.

¹⁰ Compensation Procedures Order ¶7.

¹¹ Because the Final Order Date has not yet occurred, Committee members may still incur additional expenses with respect to the Commonwealth and ERS cases. The Committee members reserve all their rights in this regard as well as with respect to the final applications.

interim and final applications, Committee members should be subject to the same deadlines under the Compensation Procedures Order as Committee Professionals.

6. The Committee has also conferred with counsel to the Oversight Board, who has informed the Committee that the Oversight Board does not object this approach.

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WHEREFORE, the Committee respectfully requests that the Court take notice of the foregoing.

Dated: June 1, 2022

By: /s/ Luc A. Despins

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